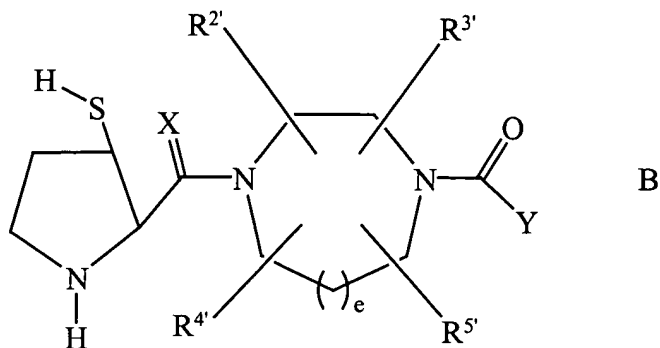


**IN THE CLAIMS:**

Claim 1-6 (cancelled).

Claim 7 (currently amended): A compound of the formula B:



wherein:

X is O or H<sub>2</sub>;

e is 0;

t is 1 to 4;

R<sup>2'</sup>, R<sup>3'</sup>, R<sup>4'</sup>, and R<sup>5'</sup> are independently selected from: H; C<sub>1-8</sub>alkyl, alkenyl, alkynyl, aryl, heterocycle, -CO-NR<sup>6'</sup>R<sup>7'</sup> or -CO-OR<sup>6'</sup>, unsubstituted or substituted with one or more of:

1) aryl or heterocycle, unsubstituted or substituted with:

- a) C<sub>1-4</sub>alkyl,
- b) (CH<sub>2</sub>)<sub>t</sub>OR<sup>6'</sup>,
- c) (CH<sub>2</sub>)<sub>t</sub>NR<sup>6'</sup>R<sup>7'</sup>,
- d) halogen,

2) C<sub>3-6</sub>cycloalkyl,

3) OR<sup>6'</sup>,

4) SR<sup>6'</sup>, S(O)R<sup>6'</sup>, SO<sub>2</sub>R<sup>6'</sup>,

5) -NR<sup>6'</sup>R<sup>7'</sup>,

6) -NR<sup>6'</sup>-CO-R<sup>7'</sup>,

7) -NR<sup>6'</sup>-CO-NR<sup>7'</sup>R<sup>8'</sup>,

- 8)  $-\text{O}-\text{CO}-\text{NR}^{6'}\text{R}^{7'}$ ,
- 9)  $-\text{O}-\text{CO}-\text{OR}^{6'}$ ,
- 10)  $-\text{O}-\text{NR}^{6'}\text{R}^{7'}$ ,
- 11)  $-\text{SO}_2\text{NR}^{6'}\text{R}^{7'}$ ,
- 12)  $-\text{NR}^{6'}-\text{SO}_2-\text{R}^{7'}$ ,
- 13)  $-\text{CO}-\text{R}^{6'}$ , or
- 14)  $-\text{CO}-\text{OR}^{6'}$ ;

and any two of  $\text{R}^{2'}$ ,  $\text{R}^{3'}$ ,  $\text{R}^{4'}$ , and  $\text{R}^{5'}$  are optionally attached to the same carbon atom;

Y is aryl, heterocycle, unsubstituted or substituted with one or more of:

- 1)  $\text{C}_{1-4}$ alkyl, unsubstituted or substituted with:

- a)  $\text{C}_{1-4}$ alkoxy,
- b)  $\text{NR}^{6'}\text{R}^{7'}$ ,  $\text{NR}^{6'}\text{R}^{7'}$ ,
- c)  $\text{C}_{3-6}$ cycloalkyl,
- d) aryl or heterocycle,
- e)  $\text{HO}$ ,

- 2) aryl or heterocycle,
- 3) halogen,
- 4)  $\text{OR}^{6'}$ ,
- 5)  $\text{NR}^{6'}\text{R}^{7'}$ ,
- 6)  $\text{CN}$ ,
- 7)  $\text{NO}_2$ , or
- 8)  $\text{CF}_3$ ;

$\text{R}^{6'}$ ,  $\text{R}^{7'}$  and  $\text{R}^{8'}$  are independently selected from: H;  $\text{C}_{1-4}$ alkyl,  $\text{C}_{3-6}$ cycloalkyl, heterocycle, aryl, aroyl, heteroaroyl, arylsulfonyl, heteroarylsulfonyl, unsubstituted or substituted with:

- a)  $\text{C}_{1-4}$ alkoxy,
- b) aryl or heterocycle,
- c) halogen,
- d)  $\text{HO}$ ,
- e)  $-\text{CO}-\text{R}^{9'}$ ,

f)  $-\text{SO}_2\text{R}^{9'}$ , wherein

$\text{R}^{6'}$  and  $\text{R}^{7'}$  may be joined in a ring, and

$\text{R}^{7'}$  and  $\text{R}^{8'}$  may be joined in a ring;

$\text{R}^{9'}$  is  $\text{C}_{1-4}$ alkyl or aralkyl;

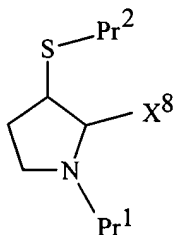
a pharmaceutically acceptable salt thereof.

Claim 8 (previously amended): The compound (2S)-2-(2-methoxy-ethyl)-1-((cis)-3-sulfanyl-pyrrolidin-2-ylmethyl)-4-naphthoyl-piperazine or a pharmaceutically acceptable salt thereof.

Claim 9 (previously amended): A pharmaceutical composition which comprises a compound according to claim 7 or 8 and a pharmaceutically-acceptable carrier.

Claims 10-12 (cancelled).

Claim 13 (previously amended): A process for preparing compounds of the Formula B as defined in claim 7 which comprises deprotecting a compound of Formula VI:



Formula VI

wherein  $\text{X}^8$  represents the right hand side of the Formula B as defined in claim 7,  $\text{Pr}^1$  is H or an amino protecting group,  $\text{Pr}^2$  is H or a thio protecting group and any functional groups in  $\text{X}^8$  are optionally protected with the proviso that there is at least one protecting group and optionally, if desired, converting the product thus obtained into a pharmaceutically-acceptable salt thereof.

Claims 14-17 (cancelled).

Claim 18 (previously added): A method of treating a disease or medical condition mediated through farnesylation of CAAX-containing proteins which comprises administering to a warm-blooded animal an effective amount of a compound according to claim 7 or 8, wherein said disease or medical condition is carcinoma of the bladder, breast, colon, kidney, liver, lung, ovary, pancreas, stomach, cervix, thyroid or skin.

Claim 19 (previously added): A method of treating a disease or medical condition mediated through farnesylation of CAAX-containing proteins which comprises administering to a warm-blooded animal an effective amount of a compound according to claim 7 or 8, wherein said disease or medical condition is a hematopoietic tumor of lymphoid lineage selected from acute lymphocytic leukaemia, B-cell lymphoma and Burketts lymphoma.

Claim 20 (previously added): A method of treating a disease or medical condition mediated through farnesylation of CAAX-containing proteins which comprises administering to a warm-blooded animal an effective amount of a compound according to claim 7 or 8, wherein said disease or medical condition is a hematopoietic tumor of myeloid lineage selected from acute or chronic myelogenous leukemias and promyelocytic leukaemia.

Claim 21 (previously added): A method of treating a disease or medical condition mediated through farnesylation of CAAX-containing proteins which comprises administering to a warm-blooded animal an effective amount of a compound according to claim 7 or 8, wherein said disease or medical condition is a tumor of mesenchymal origin selected from fibrosarcoma and rhabdomyosarcoma.

Claim 22 (previously added): A method of treating a disease or medical condition mediated through farnesylation of CAAX-containing proteins which comprises administering to a warm-blooded animal an effective amount of a compound according to claim 7 or 8,

wherein said disease or medical condition is a tumor selected from melanoma, seminoma, teratocarcinoma, neuroblastoma and glioma.